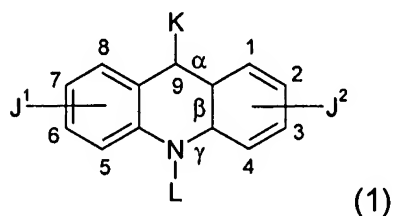


AMENDMENTS TO THE CLAIMS:

Amend the claims as follows:

Claims 1-77. (Cancelled)

78. (Currently Amended) A compound of the formula:



wherein either:

(a) K is =O, L is -H, α is a single bond, β is a double bond, γ is a single bond

("acridone"); or:

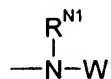
(b) K is a 9-substituent, L is absent, α is a double bond, β is a single bond, γ is a double bond ("acridine");

and wherein:

J¹ is a 2- or 3-substituent; and,

J² is a 6- or 7-substituent;

and wherein J¹ and J² are each independently a group of the formula:

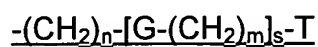


wherein:

R^{N1} is independently a nitrogen substituent and is hydrogen, C_{1-7} alkyl, C_{3-20} heterocyclyl, or C_{5-20} aryl, and is optionally substituted; and,

W is independently C_{4-7} alkyl, C_{3-20} heterocyclyl, [[or]] C_{5-20} aryl, and is optionally substituted[[;]], or

W is independently a group of the formula:



wherein:

n is independently an integer from 1 to 8;

each m is independently an integer from 1 to 8;

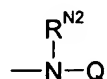
s is independently an integer from 0 to 3;

each G is independently -O- or -NR^N-;

each R^N is independently a nitrogen substituent;

T is independently a terminal amino group, -NR¹R² or a terminal ether group, -OR⁵

and wherein, when K is a 9-substituent, K is a group of the formula:



wherein:

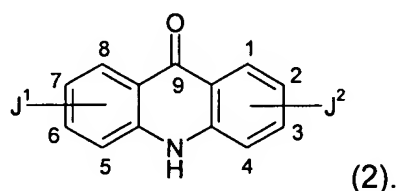
R^{N2} is independently a nitrogen substituent and is hydrogen, C_{1-7} alkyl,

C_{3-20} heterocyclyl, or C_{5-20} aryl, and is optionally substituted; and,

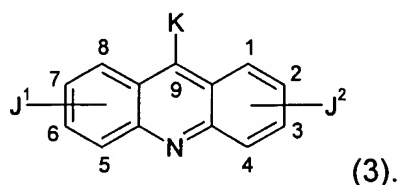
Q is independently C_{1-7} alkyl, C_{3-20} heterocyclyl, or C_{5-20} aryl, and is optionally substituted;

and pharmaceutically acceptable salts, esters, amides, solvates, hydrates, and protected forms thereof.

79. (Previously Presented) An acridone compound according to claim 78, wherein K is =O, L is -H, α is a single bond, β is a double bond, γ is a single bond ("acridone"):



80. (Previously Presented) An acridine compound according to claim 78, wherein K is a 9-substituent, L is absent, α is a double bond, β is a single bond, γ is a double bond ("acridine"):



81. (Previously Presented) A compound according to claim 78, wherein J^1 is a 2-substituent and J^2 is a 7-substituent.

82. (Previously Presented) A compound according to claim 78, wherein J^1 is a 3-substituent and J^2 is a 6-substituent.

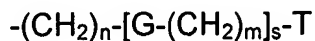
83. (Previously Presented) A compound according to claim 78, wherein J^1 is a 2-substituent and J^2 is a 6-substituent; or:
 J^1 is a 3-substituent and J^2 is a 7-substituent.

84. (Previously Presented) A compound according to claim 78, wherein W is independently C_{1-7} alkyl, C_{3-20} heterocyclyl, or C_{5-20} aryl, and is optionally substituted with one or more groups selected from: amino; ether; amido; acylamino; carboxy; ester; acyloxy; and sulfonamido.

85. (Previously Presented) A compound according to claim 78, wherein W is independently C_{1-7} alkyl and is optionally substituted with one or more groups selected from: amino and ether.

86. (Previously Presented) A compound according to claim 78, wherein W is independently C_{1-7} alkyl substituted with one or more group selected from: amino; ether; polyamino; polyether; and polyether-polyamino.

87. (Currently Amended) A compound according to claim 78, wherein W is independently a group of the formula:



wherein:

n is independently an integer from 1 to 8;

each m is independently an integer from 1 to 8;

s is independently an integer from 0 to 3;

each G is independently -O- or -NR^N-;

each R^N is independently a nitrogen substituent;

T is independently a terminal amino group, -NR¹R² or a terminal ether group, -OR⁵,

wherein each of R¹ and R² of the terminal amino group, -NR¹R², is independently an amino substituent, and is hydrogen, C₁₋₇alkyl, C₃₋₂₀heterocyclyl, or C₅₋₂₀aryl, and is optionally substituted; or, R¹ and R², taken together with the nitrogen atom to which they are attached, form a heterocyclic ring having from 3 to 8 ring atoms, and is optionally substituted.

88. (Previously Presented) A compound according to claim 78, wherein W is independently C₁₋₇alkyl substituted with one or more group selected from: amino; ether; amino-C₁₋₇alkyl-amino; amino-C₁₋₇alkoxy; and ether-C₁₋₇alkoxy.

89. (Previously Presented) A compound according to claim 78, wherein W is independently selected from:

amino-C₁₋₇alkyl;

ether-C₁₋₇alkyl;
amino-C₁₋₇alkyl-amino-C₁₋₇alkyl;
amino-C₁₋₇alkoxy-C₁₋₇alkyl; and,
ether-C₁₋₇alkoxy-C₁₋₇alkyl.

90. (Previously Presented) A compound according to claim 78, wherein W is independently selected from the following, wherein -NR¹R² is a terminal amino group, -OR⁵ is a terminal ether group, R^N is a nitrogen substituent, and each of n and m is independently an integer from 1 to 8:

-(CH₂)_n-NR¹R²;
-(CH₂)_n-OR⁵;
-(CH₂)_n-NR^N-(CH₂)_m-NR¹R²;
-(CH₂)_n-NR^N-(CH₂)_m-OR⁵;
-(CH₂)_n-O-(CH₂)_m-NR¹R²; and,
-(CH₂)_n-O-(CH₂)_m-OR⁵.

91. (Previously Presented) A compound according to claim 78, wherein W is independently selected from the following, wherein -NR¹R² is a terminal amino group, -OR⁵ is a terminal ether group, R^N is a nitrogen substituent, and m is independently an integer from 1 to 8:

-(CH₂)₂-NR¹R²;
-(CH₂)₂-OR⁵;
-(CH₂)₂-NR^N-(CH₂)_m-NR¹R²;

$-(\text{CH}_2)_2\text{-NR}^{\text{N}}\text{-(CH}_2)_m\text{-OR}^5$;
 $-(\text{CH}_2)_2\text{-O-(CH}_2)_m\text{-NR}^1\text{R}^2$; and,
 $-(\text{CH}_2)_2\text{-O-(CH}_2)_m\text{-OR}^5$;
 $-(\text{CH}_2)_3\text{-NR}^1\text{R}^2$;
 $-(\text{CH}_2)_3\text{-OR}^5$;
 $-(\text{CH}_2)_3\text{-NR}^{\text{N}}\text{-(CH}_2)_m\text{-NR}^1\text{R}^2$;
 $-(\text{CH}_2)_3\text{-NR}^{\text{N}}\text{-(CH}_2)_m\text{-OR}^5$;
 $-(\text{CH}_2)_3\text{-O-(CH}_2)_m\text{-NR}^1\text{R}^2$; and,
 $-(\text{CH}_2)_3\text{-O-(CH}_2)_m\text{-OR}^5$;
 $-(\text{CH}_2)_4\text{-NR}^1\text{R}^2$;
 $-(\text{CH}_2)_4\text{-OR}^5$;
 $-(\text{CH}_2)_4\text{-NR}^{\text{N}}\text{-(CH}_2)_m\text{-NR}^1\text{R}^2$;
 $-(\text{CH}_2)_4\text{-NR}^{\text{N}}\text{-(CH}_2)_m\text{-OR}^5$;
 $-(\text{CH}_2)_4\text{-O-(CH}_2)_m\text{-NR}^1\text{R}^2$; and,
 $-(\text{CH}_2)_4\text{-O-(CH}_2)_m\text{-OR}^5$.

92. (Previously Presented) A compound according to claim 78, wherein W is independently selected from the following, wherein $-\text{NR}^1\text{R}^2$ is a terminal amino group, $-\text{OR}^5$ is a terminal ether group, and n is independently an integer from 1 to 8:

$-(\text{CH}_2)_n\text{-NR}^1\text{R}^2$; and,
 $-(\text{CH}_2)_n\text{-OR}^5$.

93. (Previously Presented) A compound according to claim 78, wherein W is independently selected from the following, wherein $-NR^1R^2$ is a terminal amino group, and $-OR^5$ is a terminal ether group:

$-(CH_2)_2-NR^1R^2$; and,

$-(CH_2)_2-OR^5$;

$-(CH_2)_3-NR^1R^2$; and,

$-(CH_2)_3-OR^5$;

$-(CH_2)_4-NR^1R^2$; and,

$-(CH_2)_4-OR^5$.

94. (Previously Presented) A compound according to claim 78, wherein W is independently selected from the following, wherein $-NR^1R^2$ is a terminal amino group:

$-(CH_2)_2-NR^1R^2$;

$-(CH_2)_3-NR^1R^2$; and,

$-(CH_2)_4-NR^1R^2$.

95. (Previously Presented) A compound according to claim 87, wherein each of R^1 and R^2 of the terminal amino group, $-NR^1R^2$, is independently an amino substituent, and is hydrogen, C_{1-7} alkyl, C_{3-20} heterocyclyl, or C_{5-20} aryl, and is optionally substituted; or, R^1 and R^2 , taken together with the nitrogen atom to which they are attached, form a heterocyclic ring having from 3 to 8 ring atoms, and is optionally substituted.

96. (Previously Presented) A compound according to claim 95, wherein said terminal amino group is a secondary amino group, and one of R^1 and R^2 is -H.

97. (Previously Presented) A compound according to claim 95, wherein said terminal amino group is a tertiary amino group, and neither R^1 nor R^2 is -H.

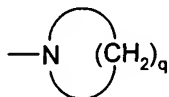
98. (Previously Presented) A compound according to claim 95, wherein each of R^1 and R^2 is independently -Me, -Et, -nPr, -iPr, -nBu, or -tBu.

99. (Previously Presented) A compound according to claim 95, wherein $-NR^1R^2$ is independently -N(Me)₂, -N(Et)₂, -N(nPr)₂, -N(iPr)₂, -N(nBu)₂, or -N(tBu)₂.

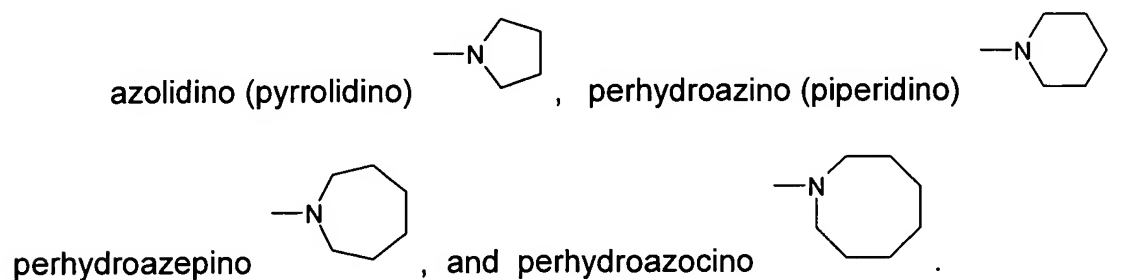
100. (Previously Presented) A compound according to claim 95, wherein $-NR^1R^2$ is independently -NHMe, -NHET, -NH(nPr), -NH(iPr), -NH(nBu), or -NH(tBu).

101. (Previously Presented) A compound according to claim 95, wherein R^1 and R^2 , taken together with the nitrogen atom to which they are attached, form a heterocyclic ring having from 3 to 8 ring atoms, which heterocyclic ring is saturated, partially unsaturated, or fully unsaturated, and is optionally substituted.

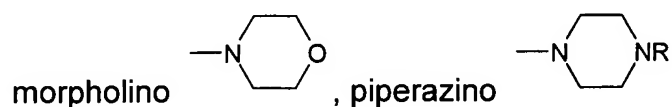
102. (Previously Presented) A compound according to claim 95, wherein R¹ and R², taken together with the nitrogen atom to which they are attached form a cyclic amino group of the following formula, wherein q is independently an integer from 2 to 7, and wherein said group is optionally substituted:



103. (Previously Presented) A compound according to claim 95, wherein the terminal amino group, -NR¹R², is independently one of the following cyclic amino groups, and is optionally substituted:

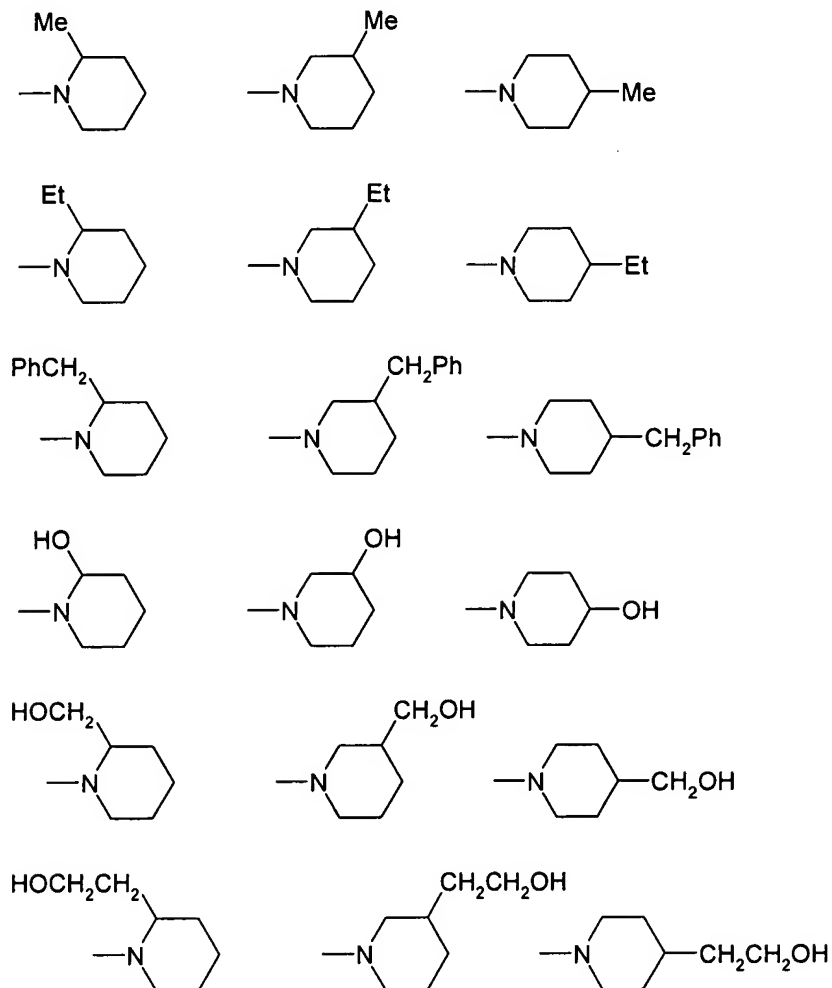


104. (Previously Presented) A compound according to claim 95, wherein the terminal amino group, -NR¹R², is one of the following groups, and is optionally substituted:



wherein R is an amino substituent, for example, hydrogen, C₁₋₇alkyl, C₃₋₂₀heterocyclyl, or C₅₋₂₀aryl.

105. (Previously Presented) A compound according to claim 95, wherein the terminal amino group, $-NR^1R^2$, is one of the following substituted cyclic amino groups:



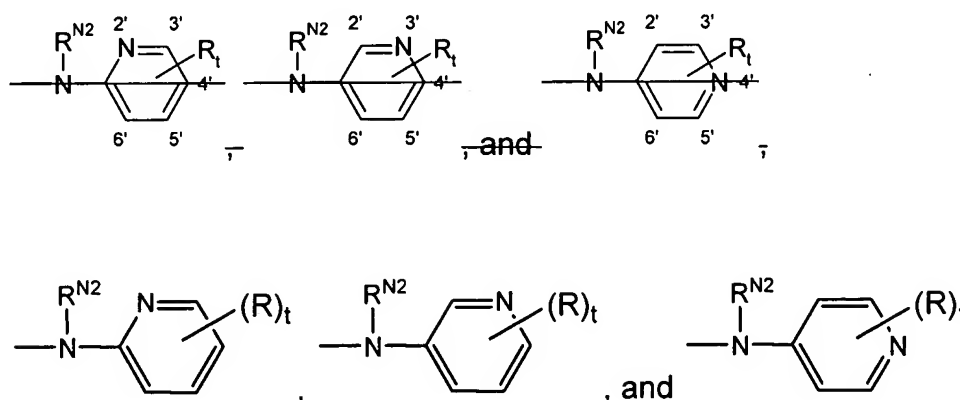
106. (Previously Presented) A compound according to claim 87, wherein R^5 is independently an ether substituent, and is selected from: hydrogen, C_{1-7} alkyl, C_{3-20} heterocyclyl, and C_{5-20} aryl; and is optionally substituted.

107. (Previously Presented) A compound according to claim 106, wherein R^5 is independently -H.

108. (Previously Presented) A compound according to claim 106, wherein R^5 is independently C_{1-7} alkyl, C_{3-20} heterocyclyl, and C_{5-20} aryl; and is optionally substituted.

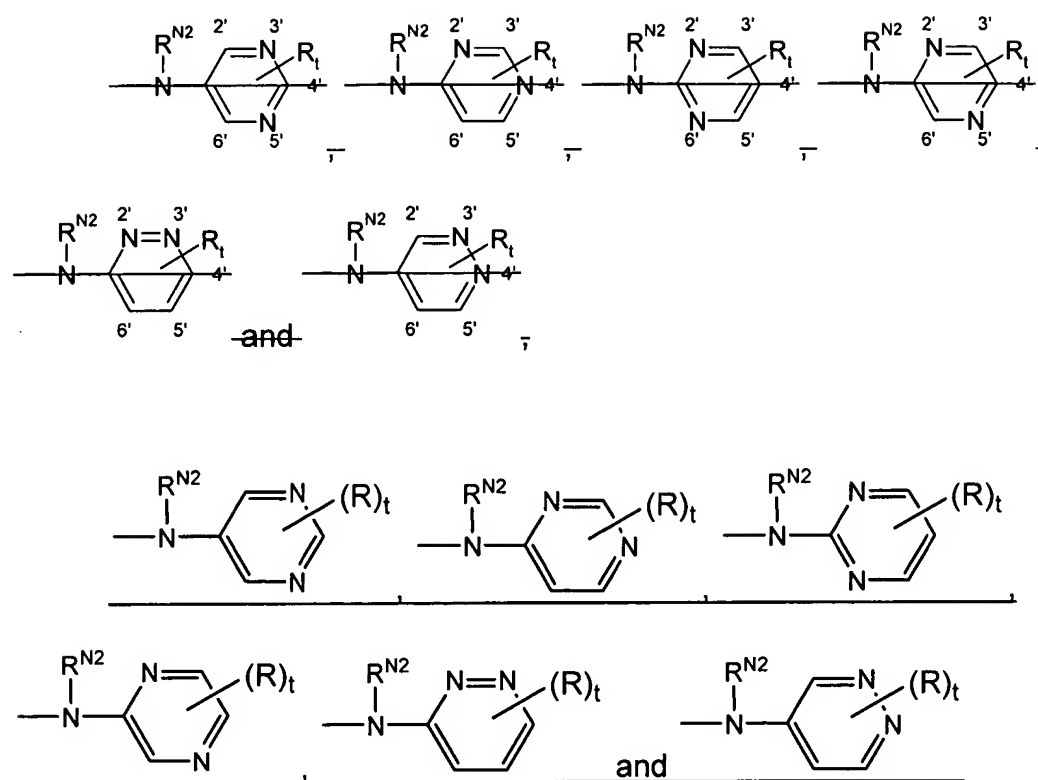
109. (Previously Presented) A compound according to claim 106, wherein R^5 is independently -Me, -Et, -nPr, -iPr, -nBu, -tBu, optionally substituted -Ph, or optionally substituted -Bn.

110. (Currently Amended) A compound according to claim 80, wherein K is a 9-substituent, and is a group of the formula:



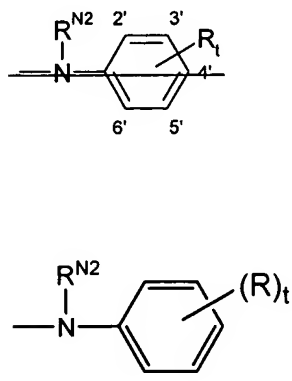
wherein t is independently an integer from 0 to 4, and each $(R)_t$ is independently a substituent.

111. (Currently Amended) A compound according to claim 80, wherein K is a 9-substituent, and is a group having one of the following formulae:



wherein t is independently an integer from 0 to 3, and each $(R)_t$ is independently a substituent.

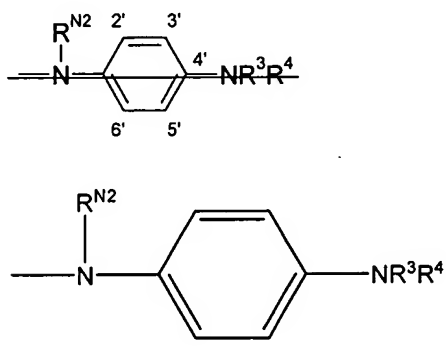
112. (Currently Amended) A compound according to claim 80, wherein K is a 9-substituent, and is a group of the formula:



wherein t is independently an integer from 0 to 5, and each $(R)_t$ is independently a substituent.

113. (Currently Amended) A compound according to claim 112, wherein each $(R)_t$ is independently selected from halo, amino, hydroxy, ether, thio, thioether, C_{1-7} alkyl, C_{1-7} haloalkyl, acyl, amido, carboxy, cyano, and aminoalkyl.

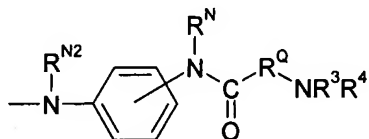
114. (Currently Amended) A compound according to claim 80, wherein K is a 9-substituent, and is a group of the formula:



wherein $-NR^3R^4$ is as defined for $-NR^1R^2$,

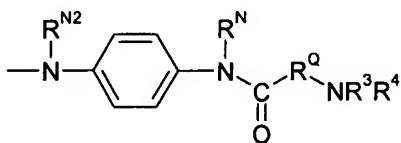
wherein each of R^1 and R^2 of the terminal amino group, $-NR^1R^2$, is independently an amino substituent, and is hydrogen, C_{1-7} alkyl, C_{3-20} heterocyclyl, or C_{5-20} aryl, and is optionally substituted; or, R^1 and R^2 , taken together with the nitrogen atom to which they are attached, form a heterocyclic ring having from 3 to 8 ring atoms, and is optionally substituted.

115. (Currently Amended) A compound according to claim 80, wherein K is a 9-substituent, and is a group of the formula:



wherein R^N is a nitrogen substituent as defined for R^{N2}, R^Q is independently a C₁₋₁₀alkylene group, and -NR³R⁴ is as defined for -NR¹R²,
wherein each of R¹ and R² of the terminal amino group, -NR¹R², is independently an amino substituent, and is hydrogen, C₁₋₇alkyl, C₃₋₂₀heterocyclyl, or C₅₋₂₀aryl, and is optionally substituted; or, R¹ and R², taken together with the nitrogen atom to which they are attached, form a heterocyclic ring having from 3 to 8 ring atoms, and is optionally substituted.

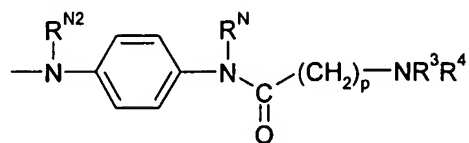
116. (Currently Amended) A compound according to claim 80, wherein K is a 9-substituent, and is a group of the formula:



wherein R^N is a nitrogen substituent as defined for R^{N2}, R^Q is a C₁₋₁₀alkylene group, and -NR³R⁴ is as defined for -NR¹R²,
wherein each of R¹ and R² of the terminal amino group, -NR¹R², is independently an amino substituent, and is hydrogen, C₁₋₇alkyl, C₃₋₂₀heterocyclyl, or C₅₋₂₀aryl, and is optionally substituted; or, R¹ and R², taken together with the nitrogen atom to which they

are attached, form a heterocyclic ring having from 3 to 8 ring atoms, and is optionally substituted.

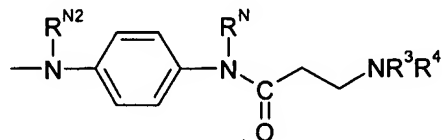
117. (Currently Amended) A compound according to claim 80, wherein K is a 9-substituent, and has the following formula:



wherein R^N is a nitrogen substituent, p is independently an integer from 1 to 8, and $-NR^3R^4$ is as defined for $-NR^1R^2$,

wherein each of R^1 and R^2 of the terminal amino group, $-NR^1R^2$, is independently an amino substituent, and is hydrogen, C_{1-7} alkyl, C_{3-20} heterocyclyl, or C_{5-20} aryl, and is optionally substituted; or, R^1 and R^2 , taken together with the nitrogen atom to which they are attached, form a heterocyclic ring having from 3 to 8 ring atoms, and is optionally substituted.

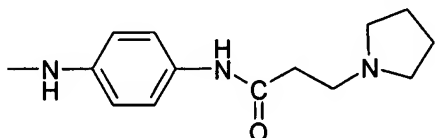
118. (Currently Amended) A compound according to claim 80, wherein K is a 9-substituent, and is a group of the formula:



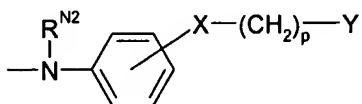
wherein R^N is a nitrogen substituent as defined for R^{N2} , and $-NR^3R^4$ is as defined for $-NR^1R^2$,

wherein each of R^1 and R^2 of the terminal amino group, $-NR^1R^2$, is independently an amino substituent, and is hydrogen, C_{1-7} alkyl, C_{3-20} heterocyclyl, or C_{5-20} aryl, and is optionally substituted; or, R^1 and R^2 , taken together with the nitrogen atom to which they are attached, form a heterocyclic ring having from 3 to 8 ring atoms, and is optionally substituted.

119. (Previously Presented) A compound according to claim 80, wherein K is a 9-substituent, and is a group of the formula:



120. (Currently Amended) A compound according to claim 80, wherein K is a 9-substituent, and is a group of the formula:



wherein:

X is $-N(R^N)-$, $-CH_2-$, $-O-$, or $-S-$;

R^N is a nitrogen substituent as defined for R^{N2} ;

Y is $-OH$, $-OR^Y$, or $-NR^3R^4$;

$-OR^Y$ is as defined for $-OR^5$;

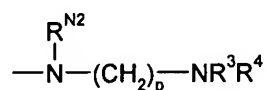
$-NR^3R^4$ is as defined for $-NR^1R^2$; and,

p is independently an integer from 1 to 8,

wherein each of R¹ and R² of the terminal amino group, -NR¹R², is independently an amino substituent, and is hydrogen, C₁₋₇alkyl, C₃₋₂₀heterocyclyl, or C₅₋₂₀aryl, and is optionally substituted; or, R¹ and R², taken together with the nitrogen atom to which they are attached, form a heterocyclic ring having from 3 to 8 ring atoms, and is optionally substituted.

121. (Previously Presented) A compound according to claim 80, wherein K is a 9-substituent, and Q is independently a C₁₋₇alkyl group optionally substituted with one or more amino groups, one or more hydroxy groups, one more ether groups, one or more carboxy groups, one or more C₃₋₂₀heterocyclyl groups, or one or more C₅₋₂₀aryl groups.

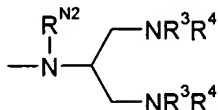
122. (Currently Amended) A compound according to claim 80, wherein K is a 9-substituent, and is a group of the formula:



wherein p is independently an integer from 1 to 8, and the group -NR³R⁴ is as defined for -NR¹R²,

wherein each of R¹ and R² of the terminal amino group, -NR¹R², is independently an amino substituent, and is hydrogen, C₁₋₇alkyl, C₃₋₂₀heterocyclyl, or C₅₋₂₀aryl, and is optionally substituted; or, R¹ and R², taken together with the nitrogen atom to which they are attached, form a heterocyclic ring having from 3 to 8 ring atoms, and is optionally substituted.

123. (Currently Amended) A compound according to claim 80, wherein K is a 9-substituent, and is a group of the formula:

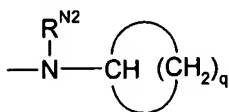


wherein each group -NR³R⁴ is as defined for -NR¹R²,

wherein each of R¹ and R² of the terminal amino group, -NR¹R², is independently an amino substituent, and is hydrogen, C₁₋₇alkyl, C₃₋₂₀heterocyclyl, or C₅₋₂₀aryl, and is optionally substituted; or, R¹ and R², taken together with the nitrogen atom to which they are attached, form a heterocyclic ring having from 3 to 8 ring atoms, and is optionally substituted.

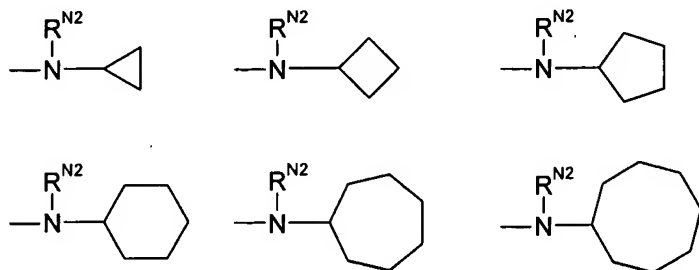
124. (Previously Presented) A compound according to claim 80, wherein K is a 9-substituent, and Q is, or comprises, an alicyclic saturated C₁₋₇alkyl group, and is optionally substituted.

125. (Previously Presented) A compound according to claim 80, wherein K is a 9-substituent, and is a group of the formula:

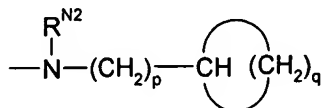


wherein q is independently an integer from 2 to 7, and wherein the cyclic group is optionally substituted.

126. (Previously Presented) A compound according to claim 80, wherein K is a 9-substituent, and is a group of one of the following formulae:

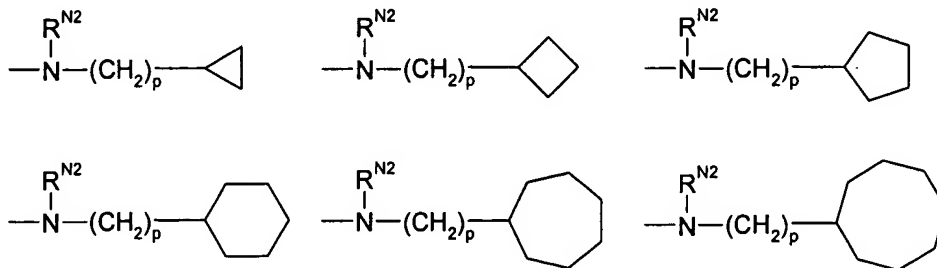


127. (Previously Presented) A compound according to claim 80, wherein K is a 9-substituent, and is a group of the formula:



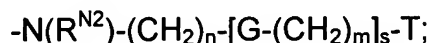
wherein p is independently an integer from 1 to 8 and q is independently an integer from 2 to 7, and wherein the cyclic group is optionally substituted.

128. (Previously Presented) A compound according to claim 80, wherein K is a 9-substituent, and is a group of one of the following formulae:



wherein p is independently an integer from 1 to 8, and wherein the cyclic group is optionally substituted.

129. (Currently Amended) A compound according to claim 80, wherein K is a 9-substituent, and is a group of the formula:



wherein:

n is independently an integer from 1 to 8;

each m is independently an integer from 1 to 8;

s is independently an integer from 0 to 3;

each G is independently -O- or -NR^N-;

each R^N is independently a nitrogen substituent as defined for R^{N2};

T is independently a terminal amino group, -NR¹R² or a terminal ether group, -OR⁵,

wherein each of R¹ and R² of the terminal amino group, -NR¹R², is independently an amino substituent, and is hydrogen, C₁₋₇alkyl, C₃₋₂₀heterocyclyl, or C₅₋₂₀aryl, and is optionally substituted; or, R¹ and R², taken together with the nitrogen atom to which they are attached, form a heterocyclic ring having from 3 to 8 ring atoms, and is optionally substituted.

130. (Previously Presented) A compound according to claim 78, wherein each R^{N1} is independently -H, -Me, -Et, -nPr, -iPr, -tBu, -Bn, or -Ph.

131. (Previously Presented) A compound according to claim 78, wherein each R^{N1} is independently -H.

132. (Previously Presented) A compound according to claim 78, wherein each R^{N2} is independently -H, -Me, -Et, -nPr, -iPr, -tBu, -Bn, or -Ph.

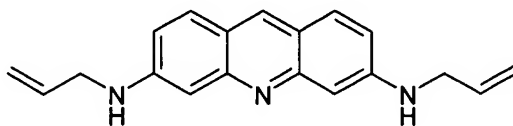
133. (Previously Presented) A compound according to claim 78, wherein each R^{N2} is independently -H.

134. (Currently Amended) A compound according to claim 78, wherein each $[[R^N]]R^{N1}$ and R^{N2} is independently -H, -Me, -Et, -nPr, -iPr, -tBu, -Bn, or -Ph.

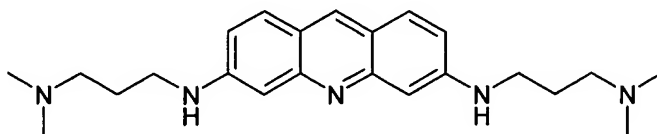
135. (Currently Amended) A compound according to claim 78, wherein each $[[R^N]]R^{N1}$ and R^{N2} is independently -H.

136. (Previously Presented) A compound selected from the following compounds, and pharmaceutically acceptable salts, esters, amides, solvates, hydrates, and protected forms thereof:

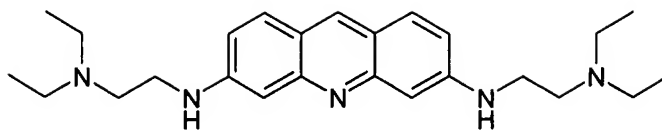
BSU-SB-36/102



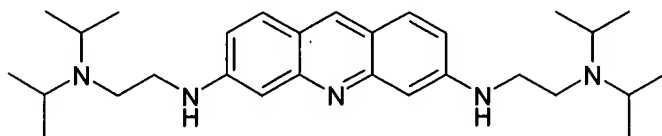
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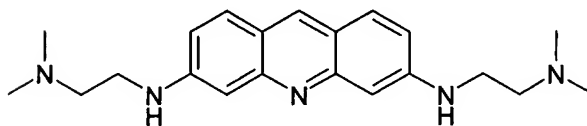
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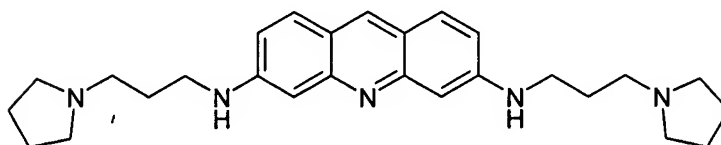
BSU-SB-36/108



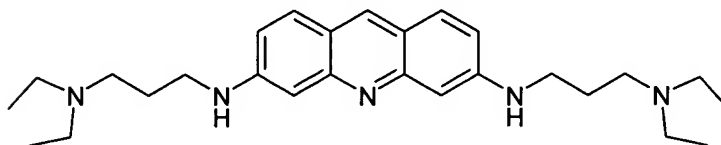
BSU-SB-36/106



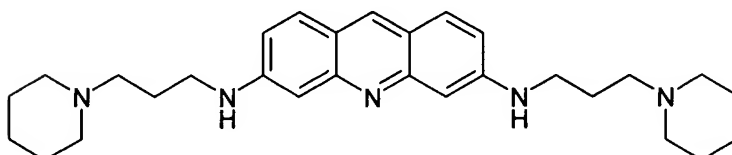
BSU-SB-36/228



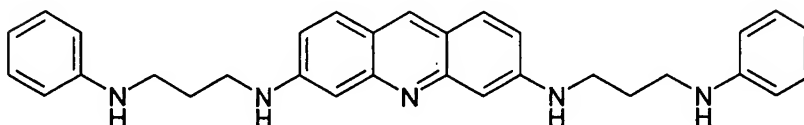
BSU-SB-36/234



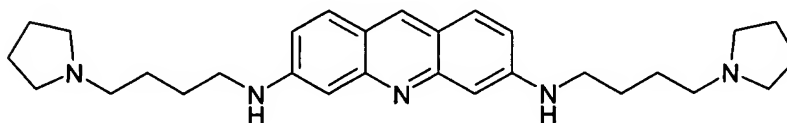
BSU-SB-36/236

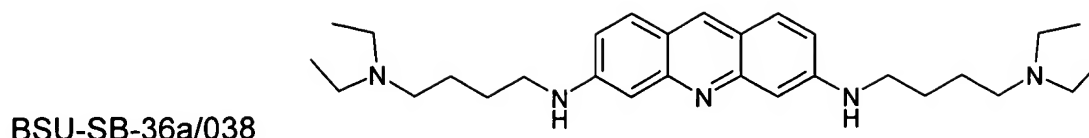


BSU-SB-36a/030

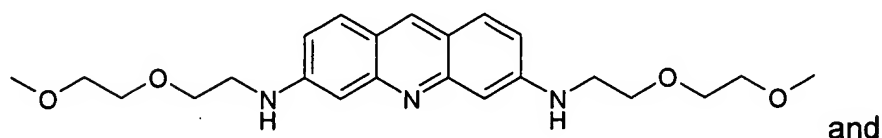


BSU-SB-36a/028

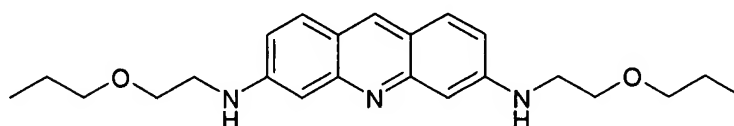




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BSU-SB-36/114



137. (Currently Amended) A pharmaceutical composition comprising a compound according to claim 78 and a pharmaceutically acceptable carrier or diluent.

138. (Previously Presented) A method of inhibiting telomerase *in vitro* or *in vivo*, comprising contacting a cell with an effective amount of a compound according to claim 78.

139. (Previously Presented) A method of regulating cell proliferation *in vitro* or *in vivo*, comprising contacting a cell with an effective amount of a compound according to claim 78.

140. (Previously Presented) A method for the treatment of a proliferative condition comprising administering to a subject suffering from said proliferative condition a therapeutically-effective amount of a compound according to claim 78.